

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS
EASTERN DIVISION

JOHN J. VAUGHN, GERALD A.
KALBFLEISCH, MICHAEL HATHAWAY, and
MYRTLE HATHAWAY,

Plaintiffs,

v.

PUTNAM INVESTMENT MANAGEMENT,
LLC and PUTNAM RETAIL MANAGEMENT
LIMITED PARTNERSHIP,

Defendants.

Civil Action No. 04-10988 (GAO)

**PLAINTIFFS' ASSENTED-TO MOTION TO IMPOUND CONFIDENTIAL
MATERIALS IN CONNECTION WITH PLAINTIFFS' FORTHCOMING MOTION TO
COMPEL CONCERNING THE SUBPOENAS TO THE PUTNAM TRUSTEES**

In connection with Plaintiffs' forthcoming motion to compel concerning the subpoenas to the Putnam Trustees, Plaintiffs hereby move, pursuant to Local Rule 7.2, for an Order permitting a "Confidential Memorandum" and "Confidential Appendix" to be filed under seal and impounded until further order of the Court. As grounds for this assented-to motion, Plaintiffs state as follows:

1. Plaintiffs expect to file within the next two weeks a motion to compel John A. Hill, Charles B. Curtis, W. Thomas Stephens, John H. Mullin, III, Myra R. Drucker, Jameson A. Baxter, Robert E. Patterson, Elizabeth T. Kennan, Dr. Paul L. Joskow, Ronald L. Jackson, W. Nicholas Thorndike, George Putnam III and Richard B. Worley (collectively, "Putnam Trustees") to respond to certain subpoenas.

2. The Putnam Trustees refuse to produce certain documents related to their review of the Putnam management contracts and to produce certain witnesses for deposition. In order to

rebut the Putnam Trustees' arguments about the relevance of such documents and witnesses, Plaintiffs need to submit for the Court's consideration certain materials that Putnam and the Putnam Trustees have designated as being "Confidential" or "Highly Confidential" under the parties' Stipulation and Order For The Protection and Exchange of Confidential and Highly Confidential Information (the "Stipulation and Order") (Docket No. 43). Plaintiffs need also to discuss these materials in their memorandum in support of the motion to compel.

3. By this motion, Plaintiffs' request leave to file these materials in a separate appendix marked "Plaintiffs' Confidential Appendix," and to discuss these materials in Plaintiffs' supporting memorandum, which Plaintiffs will mark as "Plaintiffs' Confidential Memorandum."

4. This motion is supported by the Stipulation and Order, which provides for the filing under seal of materials designated by the parties' as Confidential or Highly Confidential.

5. Local Rule 7.2(a) requires that a motion to impound "contain a statement of the earliest date on which the impounding order may be lifted, or a statement, supported by good cause, that the materials should be impounded until further order of the court. The motion shall contain suggested custody arrangements for the post-impoundment period."

6. Plaintiffs suggest that at the conclusion of the litigation, after any appeals have been exhausted, "Plaintiffs' Confidential Appendix" and "Plaintiffs' Confidential Memorandum" be returned to Plaintiffs' counsel of record for handling in accordance with the terms of the Stipulation and Order.

WHEREFORE, Plaintiffs respectfully request that the Court allow Plaintiffs' Motion to Impound Confidential Materials In Connection With Plaintiffs' Forthcoming Motion to Compel Concerning the Subpoenas to the Putnam Trustees.

Respectfully submitted,

/s/ Meghan E. Walt

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Dated: November 10, 2006

LOCAL RULE 7.1(A) (2) CERTIFICATION

I, Meghan E. Walt, hereby certify that I conferred with counsel for Defendants Putnam Investment Management, LLC and Putnam Management Limited Partnership on November 10, 2006, and they assent to the relief requested by this motion.

CERTIFICATE OF SERVICE

I, Meghan E. Walt, hereby certify that on November 10, 2006, this document was served electronically through the ECF System and by first class mail, postage prepaid, to those counsel of record indicated as non-registered ECF participants.

/s/ Meghan E. Walt
Meghan E. Walt